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December 7, 2005

Chairman Ron Jones  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243

Re: Affidavit of Daniel M. Waggoner for Permission to Practice Pro Hac Vice  
Docket No. 05-00240

Dear Chairman Jones:

Please find enclosed the original and thirteen (13) copies of the Affidavit of Daniel M. Waggoner for Permission to Practice Pro Hac Vice before the Tennessee Regulatory Authority in the above-referenced matter. As evidenced by the affidavit, Mr. Waggoner is a member in good standing of the Bars of the State of Washington and the District of Columbia. Therefore, I would respectfully request that this matter be considered as promptly as possible by the Authority and Mr. Waggoner be permitted to appear pro hac vice on behalf of Sprint Nextel Corporation.

An extra copy of this letter is enclosed. Please stamp it 'Filed' and return to me in the enclosed self-addressed stamped envelope.

Please do not hesitate to contact me if you have any questions concerning this filing.

Sincerely yours,

Edward Phillips

HEP:sm

Enclosures

cc: Don Scholes  
Dan Waggoner

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE

In the Matter of:	)	
	)	
Application of Sprint Nextel Corporation	)	
for Approval of the Transfer of Control of	)	Docket No. 05-00240
United Telephone-Southeast, Inc., Sprint	)	
Long Distance, Inc. and Sprint Payphone	)	
Services, Inc. From Sprint Nextel	)	
Corporation to LTD Holding Company.	)	

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AFFIDAVIT OF DANIEL M. WAGGONER  
FOR PERMISSION TO PRACTICE *PRO HAC VICE*

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Pursuant to Rule 19 of the Rules of the Supreme Court of the State of Tennessee, Daniel M. Waggoner, attorney for Sprint Nextel Corporation (hereinafter "Sprint Nextel") hereby makes the following statement regarding his appearance as counsel *pro hac vice* in the above-referenced case on behalf of Sprint Nextel:

1. The undersigned, Daniel M. Waggoner, has a residence address of 1525 NW 57<sup>th</sup>, Seattle, WA, and a business address of 2600 Century Square, 1501 Fourth Avenue, Suite 2600, Seattle, Washington 98101-1688
2. The undersigned desires to enter an appearance on behalf of the Sprint Nextel in the above-referenced docket.
3. The undersigned is outside counsel with the law firm of Davis Wright Tremaine LLP and is appearing for Sprint Nextel.

4. The undersigned affirms that he is currently licensed, in good standing and is admitted to practice in the State of Washington and the District of Columbia with no pending disciplinary actions or investigations of his conduct as an attorney.

5. The undersigned agrees to subject himself to the jurisdiction of this Authority in any manner arising out of his conduct in such proceedings and agrees to be bound by the rules governing the conduct of attorneys appearing before this Authority.

FURTHER AFFIANT SAITH NOT.



Sworn to and subscribed before me, this 2nd day of December, 2005.

Mary A. Scarsorie  
Notary Public

MARY A. SCARSORIE  
Residing in Mukilteo, WA

My Commission Expires:

8-31-06

